

**WEIL, GOTSHAL & MANGES LLP**

Stephen Karotkin (*pro hac vice*)  
(stephen.karotkin@weil.com)  
Ray C. Schrock, P.C. (*pro hac vice*)  
(ray.schrock@weil.com)  
Jessica Liou (*pro hac vice*)  
(jessica.liou@weil.com)  
Matthew Goren (*pro hac vice*)  
(matthew.goren@weil.com)  
New York, NY 10153-0119  
Tel: (212) 310-8000  
Fax: (212) 310-8007

**KELLER BENVENUTTI KIM LLP**

Tobias S. Keller (#151445)  
(tkeller@kbbkllp.com)  
Jane Kim (#298192)  
(jkim@kbbkllp.com)  
650 California Street, Suite 1900  
San Francisco, CA 94108  
Tel: (415) 496-6723  
Fax: (415) 636-9251

*Attorneys for Debtors and Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION**

**In re:**

**PG&E CORPORATION,**

**- and -**

**PACIFIC GAS AND ELECTRIC  
COMPANY,**

**Debtors.**

- ☐ Affects PG&E Corporation  
☐ Affects Pacific Gas and Electric Company  
☒ Affects both Debtors

*\* All papers shall be filed in the lead case,  
No. 19-30088 (DM)*

Bankruptcy Case No. 19-30088 (DM)  
Chapter 11  
(Lead Case)  
(Jointly Administered)

**SECOND STIPULATION BETWEEN THE  
DEBTORS AND THE FEDERAL  
AGENCIES EXTENDING TIME TO FILE  
MOTION PURSUANT TO FED. R.  
BANKR. P. 3018(a) AND AMENDING  
AMENDED ORDER ESTABLISHING  
SCHEDULE FOR DISCLOSURE  
STATEMENT APPROVAL AND PLAN  
CONFIRMATION**

Re: Dkt. No. 5732

[No Hearing Requested]

1 This stipulation and agreement for order (“**Stipulation and Agreement for Order**”) is  
2 entered into by PG&E Corporation and Pacific Gas and Electric Company, as debtors and  
3 debtors in possession (collectively, the “**Debtors**”) in the above-captioned chapter 11 cases (the  
4 “**Chapter 11 Cases**”), and the United States of America, through the Department of Justice, on  
5 behalf of the Department of Homeland Security, Federal Emergency Management Agency; the  
6 United States Department of Agriculture, United States Forest Service; the United States  
7 Department of the Interior, Bureau of Land Management, Bureau of Indian Affairs, Fish and  
8 Wildfire Service, and the National Park Service; the United States General Services  
9 Administration; the United States Department of Housing and Urban Development; and the  
10 United States Small Business Administration (collectively, the “**Federal Agencies**”). The  
11 Debtors and the Federal Agencies are referred to in this Stipulation and Agreement for Order  
12 collectively as the “**Parties**,” and each as a “**Party**.” The Parties hereby stipulate and agree as  
13 follows:

#### 14 **RECITALS**

15 A. On February 11, 2020, the United States Bankruptcy Court for the Northern  
16 District of California (the “**Bankruptcy Court**”) entered the *Amended Order Establishing*  
17 *Schedule for Disclosure Statement Approval and Plan Confirmation* [Docket No. 5732] (the  
18 “**Scheduling Order**”)<sup>1</sup>, which, among other things, scheduled the deadline for any creditor to  
19 file a motion pursuant to Bankruptcy Rule 3018(a) seeking to temporarily allow its Claim or  
20 Interest in a different amount for purposes of voting to accept or reject the Plan (the “**3018(a)**  
21 **Motion**”) as March 6, 2020, at 4:00 p.m. (Prevailing Pacific Time).

22 B. On March 3, 2020, the Parties entered into the *Stipulation Between the Debtors*  
23 *and the Federal Agencies Extending Time to File Motion Pursuant to Fed. R. Bankr. P. 3018(a)*  
24 *and Amending Amended Order Establishing Schedule for Disclosure Statement Approval and*  
25

26 \_\_\_\_\_  
27 <sup>1</sup> Capitalized terms used but not otherwise herein defined have the meanings ascribed to such  
28 terms in the Scheduling Order.

1 *Plan Confirmation* (“**First Stipulation**”) [Dkt. No. 6026]. An order granting the First  
2 Stipulation was entered on March 5, 2020 [Dkt. No. 6112], extending the time for the Federal  
3 Agencies to file and serve the 3018(a) Motion through 4:00 p.m. (Prevailing Pacific Time) on  
4 March 20, 2020.

5 C. In light of ongoing negotiations between the Parties, the Parties have agreed that  
6 the time for the Federal Agencies to file and serve the 3018(a) Motion be continued indefinitely  
7 and taken off the Court’s calendar, without prejudice, pending approval of a settlement between  
8 the Parties.

9 **NOW, THEREFORE, UPON THE FOREGOING RECITALS, WHICH ARE**  
10 **INCORPORATED AS THOUGH FULLY SET FORTH HEREIN, IT HEREBY IS**  
11 **STIPULATED AND AGREED, BY AND BETWEEN THE PARTIES, THROUGH THE**  
12 **UNDERSIGNED, AND THE PARTIES JOINTLY REQUEST THE COURT TO ORDER,**  
13 **THAT:**

14 1. The time for the Federal Agencies to file and serve the 3018(a) Motion is adjourned  
15 indefinitely until such time that either (1) the Court approves a settlement between the Debtors and  
16 the Federal Agencies, at which point the matter will be removed from the calendar entirely, or (2)  
17 the Court issues a further order with respect to the scheduling of the 3018(a) Motion.

18 2. Except as expressly set forth herein, all other provisions of the Scheduling Order  
19 shall remain in full force and effect and shall not be impacted by this Stipulation.

20 3. This Stipulation shall constitute the entire agreement and understanding of the  
21 parties relating to the subject matter hereof and shall supersede all prior agreements and  
22 understandings relating to the subject matter hereof.

23 4. This Stipulation may be executed in counterparts, each of which shall be deemed  
24 an original but all of which together shall constitute one and the same agreement.

25 5. The Bankruptcy Court shall retain jurisdiction to resolve any disputes or  
26 controversies arising from this Stipulation.  
27  
28

1  
2  
3  
4  
5  
6  
7  
8  
9  
10  
11  
12  
13  
14  
15  
16  
17  
18  
19  
20  
21  
22  
23  
24  
25  
26  
27  
28

Dated: March 16, 2020

WEIL, GOTSHAL & MANGES LLP  
KELLER BENVENUTTI KIM LLP

/s/ Thomas B. Rupp

Thomas B. Rupp

*Attorneys for Debtors  
and Debtors in Possession*

Dated: March 16, 2020

UNITED STATES DEPARTMENT OF  
JUSTICE, CIVIL DIVISION

/s/ Matthew J. Troy

Matthew J. Troy

Mary Schmergel

*Attorneys for the Federal Agencies*